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April 5, 2010

Via ECF

The Honorable Mark Falk
United States Magistrate Judge
United States District Court
U.S. Post Office & Courthouse Bldg.
1 Federal Square
Newark, New Jersey 01702

Re: *Graceway Pharmaceuticals, LLC et al. v.*
Nycomed US Inc. et al., 2:10-cv-937 (WJM) (MF)

Dear Judge Falk:

In light of the Plaintiffs submission of a proposed confidentiality order, Nycomed US Inc. hereby submits a counter proposal.

Respectfully submitted,

/s/ Albert B. Chen
Albert B. Chen

cc: Charles Stotter, Esq. (via ECF)
Alice L. Riechers, Esq. (via ECF)

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

GRACEWAY PHARMACEUTICALS, LLC
and 3M INNOVATIVE PROPERTIES
COMPANY.

Plaintiffs.

Y.

PERRIGO COMPANY, PERRIGO ISRAEL
PHARMACEUTICALS LTD., AND
NYCOMED US INC.

Defendants,

CIVIL ACTION NO.
2:10cv937

CONFIDENTIALITY ORDER

This matter having been brought before the Court upon the application of the parties Graceway Pharmaceuticals, LLC, 3M Innovative Properties Company and Nycomed US Inc., the Court having considered the written proposals and the oral argument of counsel for these respective parties; and for other and good cause having been shown,

IT IS on this day of , 2010

HEREBY ORDERED that for purposes of any preliminary injunction motion and hearing proceeding in this action, and until a superseding Protective Order issues in this action (the “Effective Period”), any documents or things produced in this action that are designated “Outside Attorneys Eyes Only” shall be (1) used by any receiving party only for purposes of this action, (2) made available only to experts of a receiving party that

have executed the undertaking attached to Appendix S of the Local Rules, and (3) made available only to outside counsel of any receiving party who have been previously identified in this action and who shall, during the Effective Period, neither work on nor communicate such designated information with those who work on (a) patent prosecution regarding any subject matter that could concern imiquimod cream, or (b) FDA submissions concerning another party's product.

Hon. Mark Falk, U.S.M.J.